

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

IN RE:

**AZTEC OIL & GAS, INC., ET AL
DEBTORS**

§
§
§
§
§

**CASE NO. 16-31895
JOINTLY ADMINISTERED
JUDGE JONES
(CHAPTER 7)**

**Joint Motion to Compromise Controversy
[Refers to Docket Nos. 300, 328, 336, 337 & 338]**

This motion seeks an order that may adversely affect you. If you oppose the motion, you should immediately contact the moving party to resolve the dispute. If you and the moving party cannot agree, you must file a response and send a copy to the moving party. You must file and serve your response within 21 days of the date this was served on you. Your response must state why the motion should not be granted. If you do not file a timely response, the relief may be granted without further notice to you. If you oppose the motion and have not reached an agreement, you must attend the hearing. Unless the parties agree otherwise, the court may consider evidence at the hearing and may decide the motion at the hearing.

Represented parties should act through their attorney.

**TO THE HONORABLE DAVID JONES, CHIEF, UNITED STATES BANKRUPTCY
JUDGE:**

Rodney Tow, Trustee, the Probate Estate of Franklin Fisher, Jr.¹ and the Livingston Growth Fund Trust (“Fisher”) file this Joint Motion for Authority to Compromise with James Wesley Christian, Stephen R. Smith and Gary M. Jewell, f/k/a Christian, Smith & Jewell, LLP, (“Joint Motion to Compromise”), and in support thereof, assert the following:

Jurisdiction

1. This Court has jurisdiction over this matter pursuant to 28 U.S.C. § 1334 and 28

¹ Mr. Fisher, Jr. unfortunately passed away on October 23, 2020, but his estate agrees to the Compromise.

U.S.C. § 157. This is a core proceeding under 28 U.S.C. §§ 157(b)(2)(0).

2. Venue in the Southern District of Texas, Houston Division is proper pursuant to 28 U.S.C. §1401.

Applicable Bankruptcy Rule

3. Pursuant to Bankruptcy Rule 9019, the Trustee and Fisher seek an Order authorizing them to enter a compromise and settlement with James Wesley Christian, Stephen R. Smith and Gary M. Jewell, f/k/a Christian, Smith & Jewell.

Relevant Factual Background

4. On October 25, 2017, Christian, Smith & Jewell, LLP (“CSJ”) filed its First and Final Application For Allowance Of Fees And Expenses Of Christian Smith & Jewell, LLP As Counsel For The Debtors For The Period Beginning April 13, 2016 Through November 30, 2016 at Docket No. 300 (the “Fee Application”). At the same time CSJ and Kristin N. Rhame filed their Joint Motion for Relief from Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professional Services (Docket No. 328) (the “Joint Motion for Relief”).

5. On November 16, 2017, Fisher filed an objection to the Fee Application (the “Objection”) at Docket No. 337, and to the Joint Motion for Relief at Docket No. 336.

6. On November 21, 2017, the Trustee joined in the Objection at Docket No. 338.

7. On July 18, 2018, in response to the Trustee’s second motion to continue the hearing on the Objection, the Court entered an Order at Docket No. 374, instructing the parties to contact the Court’s case manager and request a hearing date.

8. At issue in the Objection is the request by CSJ for approval of fees in the amount

of \$336,290.00 plus reimbursement of expenses in the amount of \$32,341.52.

Terms of the Settlement Agreement

9. Under the terms of the settlement agreement, James Wesley Christian, Stephen R. Smith and/or Gary M. Jewell shall pay to the Estate the sum of \$90,000.00 within 14 days after entry of an order approving the motion to compromise.

10. The Motion to Compromise satisfies all of the Trustee's and Fisher's objections to the Fee Application and the Joint Motion for Relief.

Arguments & Authorities

11. The Trustee and Fisher have exercised their business judgment in determining to enter into this Compromise. The Compromise provides the estate a net recovery which is approximately the equivalent of any net recovery the Debtor's estate could realize in litigation while saving litigation costs, litigation risks, and the delay of collection that would be required to litigate the Objection.

12. The standard for the approval of the Compromise is well settled. To meet the requirement for the Court's approval of a settlement under Bankruptcy Rule 9019, the Compromise must be in the "best interest of the Debtor's estate." See *In re Foster Mortgage Corp.*, 68 F.3d 914, 917 (5th Cir. 1995); *In re Jackson Brewing Co.*, 624 F.2d 599, 602 (5th Cir. 1980).

13. Moreover, approval of any settlement is within the sound discretion of the Court. The burden of establishing the fairness of the Compromise rests on the proponents of any compromise. However, the Trustee is not required to present a full mini-trial or evidentiary hearing to adjudicate the issues being settled. When determining whether to approve the

Compromise, this Court "is not to decide the numerous questions of law and fact raised" by the Compromise, but instead is "to canvass the issues and see whether the settlement falls below the lowest point in the range of reasonableness." See e.g., *In re W.T. Grant, Co.*, 699 F.2d 599, 608 (2d Cir.1983), cert.denied, *Cosoff v. Rodman*, 464 U.S. 822 (1983).

14. The United States Supreme Court has dictated the following factors for the Court to weigh in determining the reasonableness of any compromise or settlement:

- a. the probabilities of ultimate success should the claim be litigated;
- b. an educated estimate of (i) the complexity, expense, and likely duration of the litigation, (ii) possible difficulties of collecting on any judgment that might be obtained; and (iii) all other factors relevant to a full and fair assessment of the wisdom of the proposed compromise; and
- c. The comparison of the terms of the settlement and compromise with the likely rewards of litigation.

Protective Comm. for Independent Stockholders of TMT Trailer Ferry, Inc. v. Anderson, 390 U.S. 414, 424-25 (1968).

15. The Trustee and Fisher believe that they would be successful in the litigation. However, CSJ disbanded in early 2021 with the partners moving to different firms. Therefore, even if they were successful in the litigation, collecting on any judgment would be difficult at best.

16. This Compromise brings the estate \$90,000.00 of a possible \$368,631.52 without the risks, costs, and delay of litigation.

17. Litigation would entail significant expense in trial preparation and prosecution

and would not guarantee success. The Compromise guarantees success.

18. When considering the risks as compared to the potential rewards, the Compromise is by far the best decision for the estate.

WHEREFORE, the Trustee, Fisher, James Wesley Christian, Stephen R. Smith and Gary M. Jewell respectfully request this Court to approve the Compromise as set forth in this Motion and to grant them any other relief to which they may be justly entitled.

Respectfully submitted this 27th day of October, 2021.

Cooper & Scully, PC.

By: /s/ Julie M. Koenig

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Certificate of Service

I hereby certify that a true and correct copy of the foregoing has been served on all of the parties on the attached service list, including all parties requesting notice, via either ECF notification, e-mail, or first class mail, proper postage affixed, on the 27th day of October, 2021.

By: /s/ Julie M. Koenig
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Bankruptcy - Collections Division MC-008
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Austin TX 78711-2548

Texas Secondary Oil Corporation
a/k/a Texas Secondary Oilfield Services
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25048 - 182nd St.
Spirit Lake, IA 51360-7336

The Barber 2000 Revocable Trust
14831 Ronda Dr.
San Jose, CA 95124-5114

The Bodine-Bonyhard Family Trust dtd 3/2
232 Seaborg Ct.
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26711 Alamanda
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The Dar Sun Tsien & Martha Sukwai Tsien
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1218 Crescent Terrace
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William V Fowler
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Marion, NC 28752-8870

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The Woodlands, TX 77382-2662

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Yarran Lu
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Irvine, CA 92620-1292

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Fremont, CA 94539-6200

Yin So
187 Owl Court
Fremont, CA 94539-6200

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SHORT OG III LTD
201 TEXAS CENTRAL PKWY
P.O. BOX 7735
WACO, TX 76714-7735

Addresses marked (c) above for the following entity/entities were corrected
as required by the USPS Locatable Address Conversion System (LACS).

Carlson Revocable Trust
15801 Oleander Drive
Charlotte, NC 28278

(d)Carlson Revocable Trust
15801 Oleander Drive
Charlotte,NORTH CAROLINA,28278

The following recipients may be/have been bypassed for notice due to an undeliverable (u) or duplicate (d) address.

(u)Aldridge Energy Partners, Ltd

(u)Aldridge Oil & Gas, Inc.

(u)Aspen Energy, Inc.

(u)CTL Oil & Gas Corp.

(u)Crow Partners, LTD.

(u)Estate of C. Wayne Miller

(u)Estate of Vannie Hrivnatz

(u)Fort Apache Energy, Inc.

(u)IPFS Corporation

(u)Keever OG, Inc.

(u)Miller Energy, Inc.

(u)R.A. Oil & Gas, Ltd.

(u)Raw Monster Media, LLC

(u)Resaca Resources LLC

(u)Sovereign Drilling Ltd.

(u)Texas Comptroller of Public Accounts

(u)Texas Secondary Oil Corporation

(u)WPTC Partners, Ltd.

(u)A. Hooper Skardon & Susan W. Skardon
207 Chessington Lane
SimpsonvilleSOUTH CAROLINA29681

(u)Aaron & JoAnn Sloman
309 Canal St.
Newport BeachCALIFORNIA92663Advanta
3505 Oaks Way, Bldg#115, Apt#3
PompanoFLORIDA33069
Agnes Derecskei-Kovacs & Bela Derecskei

(u)Advanta IRA Trust
LLC FBO David Savage
3505 Oaks Way, Bldg#115 Apt#30

(u)Albert J. Kastl
PhD
115 Alderbrook Drive, Santa Rosa CA

(u)Alfred E. & Barbara R. Austin
JTWROS
15320 Fulton Street, Brighton CO

(u)Anthony J. Grasso
Jr.
7326 Dartmoor Crossing, Fayetteville NY

(u)Aztec Oil & Gas
Inc.
One Riverway Ste 1580, Houston TX

(u)Blue Eagle
LLC
288 Clayton Street #303, Denver CO

(u)Buckingham Interests
LP
404 Hurst Creek Rd., Lakeway TX

(u)CAM Industries
Inc.
5959 Topanga Canyon Blvd. #370, Woo

(u)CAM Industries, Inc.5959 Topanga Canyon Bl
31293 Hwy 52BellevueIOWA52031David

(u)Cardiovascular Consultants
PLLC
92 Mandy Drive, Scott Depot WV

(u)Charles G. Spooner
Sr.
28103 Perdido Beach Blvd Unit 610-B, Ora

(u)Christine Perry,117 Shell Beach Dr,Lake Ch
Christopher & Debora Frank,12322 Sunflow
Christopher C. Erickson,1413 N Lalley La
Christopher E. & Lauren E. Cragg,10906 B
Christopher M. Barrett,1206 Forest Home
Christopher Shawn West & Erin L. West,34

(u)Clifford C. Reynolds
III & Elizabeth M. Reynolds
10149 Wavell Road, Fairfax VA

(u)Community Nat. Bank CUST FBO: Oleg Sinit
IRA
5791 Wilbanks Drive, Norcross GA

(u)Corey G. Solman
Jr.
1600 Timber Ridge, Columbia IL

(u)DB2 Investments
Ltd.
724 Castle Creek Dr., Coppell TX

(u)Dario Salas Equities
Inc.
P.O. Box 8556, NY NY

(u)Darryl J. Bader
Trustee of the Tholl Family 1988 Trust
621 Preakness Court, Reno NV

(u)David J. Frett & Julie M. Frett
JTWROS
31293 Hwy 52, Bellevue IA

(u)Dennis M. Frisman
M.D.
4290 Van Dyke Place, San Diego CA

(u)Donald Lee Poteet Revocable Trust
dtd 12/14/1992
100 El Paso Road, Bakersfield CA

(u)Douglas & Linda Truckenmiller
2908 W. 37th Circle
Ste.302, Sioux Falls SD

(u)Edwin B. King
7310 Seawall Blvd
Apt 807, Galveston TX

(u)Edwin Pete Sulik
Jr. & Kolleen Sulik
4206 Snug Harbor Drive, College Station

(u)Ellsworth R. & Patricia A. Stewart
131 Rainbow Drive
Ste.3133, Livingston TX

(u)Entrust Cama FBO: Miguel Beckles
IRA LLC
315 Creekside Court, Roswell GA

(u)F & L Electronics
Inc
234 4th Avenue, Huntington WV

(u)Family Trust
c/u Brabb Rev Trust
4377 Newland Heights, Rocklin CA

(u)Farpoint Investments
LLC
212 Maplewood Drive, Goldsboro NC

(u)Ferris Holdings
LLC
16785 W. Deer Ridge Drive, Post Falls ID

(u)Financial Growth Company
LLC
4825 Gaynor Ave., Encino CA

(u)First Trust Comp. of Onaga FBO Kevin Kim
IRA
275 Coles Hill Court, Alpharetta GA

(u)Forrest G. Simonton
III
10202 Lockerbie Court, Austin TX

(u)Frederick S. Freer
Jr. & Linda Freer
1009 Oak Way, Canton GA

(u)Georgens Living Trust
D. Georgens successor TTEE
1816 Verano Vista, San Marcos CA

(u)Grasso Investments
LLC
7300 Anaqua Drive, Austin TX

(u)Greenman Investments
LLC
100 Round Rock Road, Wimberley TX

(u)H & P Properties
LLC
3744 Teays Valley Rd Ste 101, Hurricane

(u)Hawley Creek Quarry
Inc
31778 C.G. Lorane Rd, Cottage Grove OR

(u)Irv Burnham & Linda Burnham
N/A
N/A, AL N/A

(u)James C. Morgan
III
214 White Oak Road, Pine Mountain GA

(u)James W. Anderson
III Revocable Trust
609 Confederate, Old Hickory TN

(u)James Yee Trust
Co Trustees
4409 Rutgers Avenue, Long Beach CA

(u)James Yee Trust
James Yee Trustee
191 E. El Camino SPC #287, Mountain

(u)Jasons Investments
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5395 W. Village Dr., Glendale AZ

(u)John & Julia Montesi
tees Montesi Living Trust
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(u)John B. Neeld
Jr.
3025 River North Pkwy NW, Atlanta GA

(u)John W Bales
Jr.
1418 Whedbee Street, Fort Collins CO

(u)John W. Bales
Jr. & Pamela B. Bales
8200 IH 10 West, Suite 318 San Antonio

(d)Joyce Cermeno Fernandez, Living Trust
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Tampa, FL 33629-7357

(u)Keith Morris, III
Probate Administrator - Vannie Hrivantz

(u)Kenneth Lehrer

(u)L & L Holdings
LLC
1098 S. 2400 W., Aberdeen ID

(u)Larry R & Jan Conley Rev Trust Aug 23
1995
8480 Riche Vista Dr, Colton CA

(u)MMCC Hidden Cove
LLC
450 De Anza Court, Oceanside CA

(u)Mark Vance

(u)Millennium Trust Company
LLC FBO The Kutcher Trust
1825 E. Harding Street, Long Beach CA

(u)NAME,ADDRESS1,CITY,STATE,ZIP
A. Hooper Skardon & Susan W. Skardon,207
Aaron & JoAnn Sloman,309 Canal St.,Newpo
Advanta IRA Trust, LLC FBO David Savage
Agnes Derecskei-Kovacs & Bela Derecskei,
Alan & Julie Shaffer,300 S. Park St.,Cre

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A. Hooper Skardon & Susan W. Skardon,207
Aaron & JoAnn Sloman,309 Canal St.,,New
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Alan & Julie Shaffer,300 S. Park St.,,C

(u)NameLast_NameFirst_NameAddressCityStateZip

(u)Paluch Living Trust S.P.
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3660 Vireo Ave., Santa Clara CA

(u)Paul A. Tholl
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3270 Penfield Cir., Reno NV

(u)Paul F. LaRoche
III & Charlotte H. LaRoche
1806 Shady Lane, Brenham TX

(u)Paul Michael Thaxton
II
591 Bay Hill, Augusta GA

(u)ROCH Holdings
LLC
3502 N. 216th Street, Elkhorn NE

(u)RTJ Management
LLC
2419 E. Harbor Blvd. #84, Ventura C

(u)River City Holdings
LLC
10459 Hayden Avenue, Post Falls ID

(u)Robert F. Wenzel Trust
Patricia J. Callahan Trustee
320 Overlook Drive, Syracuse NY

(u)Robert J Testa
an Acct Corp Defined Ben Pen Plan
81474 Avenida Gonzales, Indio CA

(u)Robert P. Campbell
III & Carrie Campbell
1261 240th Street, Eagle Grove IA

(u)Robert S. Gold
MD
4611 Brierwood PLace, Atlanta GA

(u)Sago Aztec 10C
LLC
20000 Thurman Bend Rd, Spicewood TX

(u)Scott H. Valor
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Ste.202, Koloa HI

(u)Shammah Enterprises
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(u)Sharon J. McConville
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(u)Shelly Wilfong & Lalan Wilfong
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5521 Pebblebrook Drive, Dallas TX

(u)Smith Family Trust
Christopher & CharME Smith
4062 Morningstar Dr., Huntington Beach C

(u)Southwest Securities
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IRA, 14305 Friendswood La Austin

(u)Southwest Securities FBO: Jackie D. Wads
IRA
2202 Capri Isle Court, Houston TX

(u)Southwest Securities FBO: Ralph E. Fathe
IRA
504 Oakwood Blvd., Round Rock TX

(u)Sullivan Living Trust
dtd 1/11/13 Thomas & Jean Sullivan
ttees, 33849 Waterside Driv Frankford

(u)T & L Ventures
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953 McDonald Road, Port Lavaca TX

(u)Tax Strategies & Solutions
Inc.
6405 115th Street Court NW, Gig Harbor W

(u)The Jackson Family Trust
dtd 2/9/2002
4226 Corte Facil, San Diego CA

(u)The Karin Wasserman Trust
Karin Wasserman
ttee, 7187 Broderick Dr. Melbourne

(u)The Montgomery Trust
Donna Montgomery TTEE
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(u)Tin Box
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(u)Tony L & Carlisa R Coffman
PO Box 287
161 Birch River Rd, Birch River WV

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161 Birch River Road
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(d)Trek Partners, LLC dba Trek Operating Part
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Snow Spence Green LLC
2929 Allen Parkway, Suite 2800
Houston, TX 77019-7125

(u)Walter Mendenhall III
Revocable Trust
4307 Lake Shore Dr, Okoboji IA

(u)Wilbanks Securities
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4334 NW Expressway Ste 222, OK City OK

(u)YKA Partners
Ltd.
C/O Kinder & Company, Inc. 3200 Airport

(u)B.D. Gillentint

(u)Burch Downman

(u)C. R. Bass

(u)Dawn Lautzenheiser

(u)Donna Azcuy

(u)James K. Shows

(u)Jeremy Driver

(u)Keith Morris

(du)Kenneth Lehrer

(du)Mark Vance

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(d)Sharon Collins
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End of Label Matrix
Mailable recipients 1062
Bypassed recipients 130
Total 1192